

1. This action is being removed pursuant to 28 U.S.C. § 1441(a) because it is between citizens of different States and the amount in controversy exceeds the sum of \$75,000.00, exclusive of interest and costs. *See* 28 U.S.C. § 1332(a)(1).

2. Plaintiff Deborah Williams, as Next Friend of Lenoir Wareing, Incompetent, commenced this action on April 22, 2016 by filing an Original Petition, then an Amended Original Petition on June 17, 2016 in the 95th Judicial District Court of Dallas County, Texas, styled *Deborah Williams, as Next Friend of Lenoir Wareing, Incompetent v. SSC Dallas Operating Co., LLC, Individually and d/b/a The Meadows Health and Rehabilitation Center, SavaSeniorCare Administrative Services, LLC, SavaSeniorCare Consulting, LLC and SavaSeniorCare, LLC*, Cause No. DC-16-03674 (“State Court Action”). A copy of the docket sheet and all other process, pleadings, and orders served on Defendants and on file in the State Court Action are attached hereto as **Exhibit A**, as required by 28 U.S.C. § 1446(a).

3. This is a proceeding in which Plaintiff alleges various causes of action against Defendants, arising from and concerning the provision of healthcare to Plaintiff’s friend, Lenoir Wareing, while she was a resident at The Meadows Health and Rehabilitation Center, a skilled nursing facility.

4. Pursuant to 28 U.S.C. § 1446(d), the Defendants will promptly serve a copy of this Joint Consent Notice of Removal upon counsel for Plaintiff and will promptly file a copy of the same with the District Clerk of the 95th Judicial District Court of Dallas County, Texas.

**JURISDICTIONAL FACTS, ARGUMENT AND AUTHORITY
DEMONSTRATING REMOVAL IS PROPER**

5. Upon information and belief, at all times relevant to the Original Petition, Plaintiff’s friend was a citizen and resident of Texas. Upon information and belief, the named Plaintiff is also a citizen and resident of Texas. *See* Amended Original Petition, Section I, ¶ 1.

6. At the time of commencement of this proceeding and at all times at issue, SSC Dallas Operating Co., LLC was and is a limited liability company organized and existing under the laws of Delaware. A limited liability company is assigned the citizenship of its members. *See Harvey v. Grey Wolf Drilling Co.*, 542 F.3d 1077, 1080 (5th Cir. 2008).

7. For federal diversity jurisdiction purposes, the citizenship of SSC Dallas Operating Co., LLC must be determined by the citizenship of its sole non-managing member, SSC Equity Holdings, LLC whose sole member is Master Tenant Parent Holdco, LLC whose sole non-managing member is SavaSeniorCare, LLC whose sole member is Proto Equity Holdings, LLC whose sole member is Terpax, Inc. Terpax, Inc. is a Delaware corporation with its principle place of business in Georgia. Therefore, SSC Dallas Operating Co., LLC is deemed a citizen of both the States of Georgia and Delaware.

8. At the time of commencement of this proceeding and at all times at issue, SavaSeniorCare Administrative Services, LLC was and is a limited liability company organized and existing under the laws of Delaware. For federal diversity jurisdiction purposes, the citizenship of SavaSeniorCare Administrative Services, LLC must therefore be determined by the citizenship of its sole member Admin Parent Holdco, LLC whose sole member is SavaSeniorCare, LLC whose sole member is Proto Equity Holdings, LLC whose sole member is Terpax, Inc. Terpax, Inc. is a Delaware corporation with its principle place of business in Georgia. Therefore, SavaSeniorCare Administrative Services, LLC is deemed a citizen of both the States of Georgia and Delaware. .

9. At the time of commencement of this proceeding and at all times at issue, SavaSeniorCare Consulting, LLC was and is a limited liability company organized and existing

under the laws of Delaware. For federal diversity jurisdiction purposes, the citizenship of SavaSeniorCare Consulting, LLC must therefore be determined by the citizenship of its sole member Consulting Parent Holdco, LLC whose sole member SavaSeniorCare, LLC whose sole member is Proto Equity Holdings, LLC whose sole member is Terpax, Inc. Terpax, Inc. is a Delaware corporation with its principle place of business in Georgia. Therefore, SavaSeniorCare Consulting, LLC is deemed a citizen of both the States of Georgia and Delaware.

10. At the time of commencement of this proceeding and at all times at issue, SavaSeniorCare, LLC was and is a limited liability company organized and existing under the laws of Delaware. For federal diversity jurisdiction purposes, the citizenship of SavaSeniorCare, LLC must therefore be determined by the citizenship of its sole member Proto Equity Holdings, LLC whose sole member is Terpax, Inc. Terpax, Inc. is a Delaware corporation with its principle place of business in Georgia. Therefore, SavaSeniorCare, LLC is deemed a citizen of both the States of Georgia and Delaware.

11. Complete diversity of citizenship exists between the Plaintiff and all Defendants pursuant to 28 U.S.C. § 1332, as Plaintiff and all Defendants are citizens of different states.

12. Venue lies in this Court, i.e., the United States District Court for the Northern District of Texas, Dallas Division, pursuant to 28 U.S.C. § 1441(a), because the original action was filed in a state court in the 95th Judicial District Court of Dallas County, Texas, located within the Northern District of Texas, Dallas Division. Venue therefore is proper in this Court because it is in the “district and division embracing the place where such action is pending.” *Id.*

13. Plaintiff’s Original Petition alleges that the negligent acts and omissions by Defendants were the proximate cause of the injuries to Plaintiff’s friend. These proceedings are

of a civil nature and involve a controversy wholly between citizens of different states. The value of the matter in dispute in said cause, upon information and belief, exceeds the sum of Seventy-Five Thousand (\$75,000.00) Dollars, exclusive of interest and costs, as appears from the allegations contained in Plaintiff's Original Petition. Plaintiff seeks punitive damages and actual damages from Defendants, including damages for pain and suffering of decedent, mental anguish of decedent, and past medical expenses incurred for decedent's treatment,. *See* Amended Original Petition, Sections VII and XIII. In light of the allegations alleged by Plaintiff, it is sufficiently probable and/or certain that the matter in controversy exceeds the sum or value of \$75,000, exclusive of interest and costs.

PRAYER

14. **WHEREFORE**, Defendants SSC Dallas Operating Co., LLC, Individually and d/b/a The Meadows Health and Rehabilitation Center, SavaSeniorCare Administrative Services, LLC, SavaSeniorCare Consulting, LLC, and SavaSeniorCare, LLC, ask this Court to remove the action referred to as *Deborah Williams, as Next Friend of Lenoir Wareing, Incompetent v. SSC Dallas Operating Co., LLC, Individually and d/b/a The Meadows Health and Rehabilitation Center, SavaSeniorCare Administrative Services, LLC, SavaSeniorCare Consulting, LLC and SavaSeniorCare, LLC*, Cause No. DC-16-03674 filed in the in the 95th Judicial District Court of Dallas County, Texas, to this Federal District Court.

Respectfully submitted,

COOPER & SCULLY, P.C.

By: /s/ Lori D. Proctor

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MEADOWS HEALTH AND
REHABILITATION CENTER;
SAVASENIORCARE ADMINISTRATIVE
SERVICES, LLC; AND SAVASENIORCARE
CONSULTING SERVICES, LLC**

CERTIFICATE OF SERVICE

A true and correct copy of the foregoing has been served on counsel of record this 13th day of July, 2016, in this manner pursuant to the *Federal Rules of Civil Procedure*.

/s/ Jackie S. Cooper

Lori D. Proctor